

Jeffrey N. Pomerantz, Esq.
Andrew W. Caine, Esq.
(admitted *pro hac vice*)
PACHULSKI STANG ZIEHL & JONES LLP
10100 Santa Monica Boulevard
Los Angeles, California 90067-4100
Telephone: (310) 277-6910
Telecopy: (310) 201-0760

Lynn L. Tavenner, Esq. (VA Bar No. 30083)
Paula S. Beran, Esq. (VA Bar No. 34679)
TAVENNER & BERAN, PLC
20 North Eighth Street, 2nd Floor
Richmond, Virginia 23219
Telephone: (804) 783-8300
Telecopy: (804) 783-0178

- and -

Robert J. Feinstein, Esq.
(admitted *pro hac vice*)
PACHULSKI STANG ZIEHL & JONES LLP
780 Third Avenue, 36th Floor
New York, New York 10017
Telephone: (212) 561-7700
Telecopy: (212) 561-7777

Counsel to the Liquidating Trustee

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

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In re: : Chapter 11
: Case No. 08-35653 (KRH)
CIRCUIT CITY STORES, INC., et al. :
: Debtors. :
----- : Jointly Administered
x

**ORDER SUSTAINING LIQUIDATING TRUST'S FIFTY-FIFTH OMNIBUS
OBJECTION TO CLAIMS: REDUCTION OF CERTAIN PARTIALLY INVALID
CLAIMS, FIXING OF CERTAIN UNLIQUIDATED CLAIMS, OR
DISALLOWANCE OF CERTAIN INVALID CLAIMS, AS
APPLICABLE (PHANTOM STOCK PROGRAM)**

THIS MATTER having come before the Court¹ on the *Liquidating Trust's Fifty-*

Fifth Omnibus Objection to Claims: Reduction of Certain Partially Invalid Claims, Fixing of

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Objection.

Certain Unliquidated Claims, or Disallowance of Certain Invalid Claims, as Applicable (Phantom Stock Program) (the “Objection”), which requested, among other things, that the claims specifically identified on Exhibit B attached to the Objection be reduced, fixed or disallowed, as applicable, for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it further appearing that no response was timely filed or properly served by the Claimants being affected by this Order; and it appearing that the relief requested on the Objection is in the best interest of the Liquidating Trust, the Debtors’ estates and creditors and other parties-in-interest; and after due deliberation thereon, good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The Objection is SUSTAINED.
2. The Claims identified on Exhibit A as attached hereto and incorporated herein are forever reduced for all purposes in these bankruptcy cases in the manner stated in Exhibit A.
3. The Claims identified on Exhibit B as attached hereto and incorporated herein are forever fixed in the amount specified on Exhibit B for all purposes in these bankruptcy cases.
4. The Claims identified on Exhibit C as attached hereto and incorporated herein are forever disallowed in their entirety for all purposes in these bankruptcy cases.
5. The Liquidating Trust’s rights to object to any claim including (without limitation) the Claims subject to the Objection, on any grounds that applicable law permits, are

not waived and are expressly reserved.

6. The Liquidating Trust shall serve a copy of this Order on the claimants included on the exhibits to this Order on or before five (5) business days from the entry of this Order.

7. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to this Order.

Dated: Richmond, Virginia

_____, 2012

HONORABLE KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

TAVENNER & BERAN, PLC

/s/ Lynn L. Tavenner

Lynn L. Tavenner (VA Bar No. 30083)
Paula S. Beran (VA Bar No. 34679)
20 North Eighth Street, 2nd Floor
Richmond, Virginia 23219
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*Counsel to the Circuit City Stores, Inc.
Liquidating Trust*

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Lynn L. Tavenner

Lynn L. Tavenner

In re Circuit City Stores, Inc., et al.
Case No. 08-35653 (KRH)

EXHIBIT A
REDUCED CLAIMS

Claim Number	Name & Address	Date Filed	Docketed Claim Amount	Docketed Claim Class	Debtor(s)	Modified Claim Amount
7342	MATTILA, DEREK A 908 LIVINGSTON DR DOWNTONTOWN, PA 19335	1/28/2009	\$1,351.56	U	CIRCUIT CITY STORES, INC.	\$476.25
6027	DING, JENNIFER S 5507 OLDE HARTLEY WAY GLEN ALLEN, VA 23060	1/27/2009	\$952.50	U	CIRCUIT CITY STORES, INC.	\$476.25
5753	MILLER, RANDALL W 15630 MOSS LIGHT PLACE MOSELEY, VA 23120	1/26/2009	\$40,000.00	U	CIRCUIT CITY STORES, INC.	\$476.25

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EXHIBIT B
FIXED CLAIMS

Claim Number	Name & Address	Date Filed	Docketed Claim Amount	Docketed Claim Class	Debtor(s)	Fixed Claim Amount
6635	FARMER, CHARLES E 528 SILTSTONE PL CARY, NC 27519	1/28/2009	\$0.00	U	CIRCUIT CITY STORES, INC.	\$476.25
13988	RAMSEY, DANIEL W 7405 Three Chopt Rd Richmond, VA 23226	6/29/2009	\$0.00	U	CIRCUIT CITY STORES, INC.	\$476.25
14655	JESSE LEHMAN 217 Canyon Lake Dr Southlake, TX 76092	9/14/2009	\$0.00	U	CIRCUIT CITY STORES, INC.	\$476.25

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EXHIBIT C
EXPUNGED CLAIMS

Claim Number	Name & Address	Date Filed	Docketed Claim Amount	Docketed Claim Class	Debtor(s)	Modified Claim Amount
6955	STEVEN F DRAXLER 6128 County Road JJ Luxemburg, WI 54217-9359	1/28/2009	\$5,440.00	U	CIRCUIT CITY STORES, INC.	\$0.00